

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF OREGON

Case number (if known)

Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	NORPAC Foods, Inc.		
2. All other names debtor used in the last 8 years	DBA Stayton Canning Company DBA North Pacific Canners & Packers DBA NORPAC's Oregon Agricultural Center FDBA NORPAC Services FDBA NORPAC Food Sales		
3. Debtor's federal Employer Identification Number (EIN)	93-0289330		
4. Debtor's address	Principal place of business 3225 25th St. SE Salem, OR 97309 Number, Street, City, State & ZIP Code	Mailing address, if different from principal place of business POB 14444 Salem, OR 97309 P.O. Box, Number, Street, City, State & ZIP Code	Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	www.norpac.com		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____		

7. Describe debtor's business A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3114

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to *Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

No.

Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____

District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

No

Yes.

List all cases. If more than 1, attach a separate list

Debtor See Attachment Relationship _____

District _____ When _____ Case number, if known _____

11. Why is the case filed in this district? *Check all that apply:*

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- No
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other _____

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

- No
 Yes. Insurance agency _____
 Contact name _____
 Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- | | | |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input checked="" type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input checked="" type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input checked="" type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **NORPAC Foods, Inc.**
Name _____

Case number (*if known*) _____

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **August 22, 2019**
MM / DD / YYYY

X /s/ Shawn Campbell

Signature of authorized representative of debtor

Shawn Campbell

Printed name

Title **President**

18. Signature of attorney

X /s/ Albert N. Kennedy

Signature of attorney for debtor

Date **August 22, 2019**

MM / DD / YYYY

Albert N. Kennedy 821429

Printed name

Tonkon Torp LLP

Firm name

1600 Pioneer Tower

888 SW Fifth Ave

Portland, OR 97204-2099

Number, Street, City, State & ZIP Code

Contact phone **503-221-1440**

Email address _____

821429 OR

Bar number and State

Debtor **NORPAC Foods, Inc.**
Name _____

Case number (*if known*) _____

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF OREGON

Case number (*if known*) _____

Chapter **11**

Check if this an
amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor	Hermiston Foods, LLC	Relationship to you	Affiliate _____
District	Oregon	When <u>8/22/19</u>	Case number, if known
Debtor	Quincy Foods, LLC	Relationship to you	Affiliate _____
District	Oregon	When <u>8/22/19</u>	Case number, if known

Albert N. Kennedy, OSB No. 821429 (Lead Attorney)
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Fax: (503) 972-3727
E-Mail: tim.conway@tonkon.com

E-Mail: m.conway@tonkon.com
Michael W Fletcher OSB No. 010448

Michael W. Fletcher, OSB No. 3
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E-Mail: michael.fletcher@aya.l.schoen OSB Nr. 044072

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Direct Dial: (503) 803-2143

Direct Dial: (503) 802-2143

Faxsimile: (503) 972-3843
E-Mail: sus.schaefer@tantran.com

E-Mail: ava.soc@tonkon.com

TUNKUN TORP LLP
888 SW Fifth Avenue, Suite 1600

888 SW Fifth Avenue, Suite 1000
Portland, OR 97204-2000

Attorneys for Debtor

UNITED STATES BANKRUPTCY COURT

DISTRICT OF OREGON

In re

Case No.

NORPAC Foods, Inc.,

**DISCLOSURE OF COMPENSATION
OF ATTORNEYS FOR DEBTOR
PURSUANT TO RULE 2016(b)**

Tonkon Torp LLP ("Tonkon"), pursuant to Bankruptcy Rule 2016(b), states

that:

1. Tonkon has been engaged by Debtor herein to act as its general bankruptcy counsel in this case.

2. In the 12 months preceding the filing of this Chapter 11 case, Tonkon received the payments set forth in its Rule 2014 Verified Statement for Proposed Professional. As of August 22, 2018, Tonkon also held a retainer balance of \$10,000 from NORPAC Foods, Inc. in its trust account. Tonkon received additional retainer payments

from NORPAC Foods, Inc. of \$50,000 on July 16, 2019, \$250,000 on August 16, 2019, and \$250,000 on August 22, 2019. Immediately prior to filing the Petition, \$102,151 was applied from the retainer to current fees and costs incurred prior to the Petition, which includes the bankruptcy filing fee of \$1,717. The remaining retainer balance of \$457,849 is held in Tonkon's trust account. All payments were made to Tonkon by Debtor.

3. The filing fee for commencing this Chapter 11 case will be paid in full.

4. The payments to be made by Debtor to Tonkon for legal services

filings fees, and costs incurred in or in connection with this case will be from Debtor and from property of the bankruptcy estate. Tonkon has not shared or agreed to share with any person, other than its members, any compensation paid or to be paid.

DATED this 22nd day of August, 2019.

TONKON TORP LLP

By s/ Albert N. Kennedy

Albert N. Kennedy, OSB NO. 821429
Timothy J. Conway, OSB No. 851752
Michael W. Fletcher, OSB No. 010448
Ava L. Schoen, OSB No. 044072
Attorneys for Debtor

009684/00004/10283124v1

Fill in this information to identify the case:

Debtor name	NORPAC Foods, Inc.
United States Bankruptcy Court for the:	DISTRICT OF OREGON
Case number (if known):	_____

Check if this is an
amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Henningsen Cold Storage Co POB 35146 #40032 Seattle WA 98124-2146	Eric Mauss eric.mauss@henningsen.com 503-531-5400	Goods/Services Provided				\$1,262,557.36
Fessler Farms Inc. 12096 Monitor-Mckee Rd Woodburn OR 97071	Robert Fessler bobf@woodburnnursery.com 503-559-1470	Goods/Services Provided				\$1,096,499.55
Ampac Flexibles 25366 Network PI Chicago IL 60673-1253	Chuck Koth Charles.Koth@proampac.com 513-551-1268	Goods/Services Provided				\$1,082,078.23
AG Reserves dba AgriNorthwest POB 2308 Pasco WA 99302	Mark Millard mmillard@agrinw.com 541-945-1811	Goods/Services Provided				\$916,250.67
J&M Farming 27471 Mccarty Ranch Lane Echo OR 97826	Dan McCarty danmccarty.dm@g mail.com 541-376-8157	Goods/Services Provided				\$802,573.12
Terminal Freezers LLC POB 101389 Pasadena CA 91189-1389	Cris McMahon cmcmahon@lineagelogistics.com 402-891-2549	Goods/Services Provided				\$579,308.33
VLM Foods USA Ltd C/O KBC Bank Lock Box #160 1177 Avenue of the Americas ICM Dept New York NY 10036	Dianne Beaudry dianne@ardovlm.com 514-426-4100	Goods/Services Provided				\$547,010.55
Marbran USA LC POB 202473 Dallas TX 75320-2473	Fernanda Guajardo fguajardo@marbran.com 956-630-2941	Goods/Services Provided				\$518,600.55

Debtor **NORPAC Foods, Inc.**
Name

Case number (*if known*) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
KYWA International Group LLC 5335 Meadows Rd Suite 370 Lake Oswego OR 97035	Jordan Wick jordan@kywainternational.com 5036390300	Goods/Services Provided				\$404,854.30
Butler Farms LLC 10704 Mill Creek Rd SE Aumsville OR 97325	Tim & Joani butlerfarms@wvi.com 503-749-1701	Goods/Services Provided				\$404,774.96
Martin Bros POB 69 Cedar Falls IA 50613	Natalea Koehn nkoehn@martinbros.com 319-273-9782	Trade Liability				\$400,141.06
Keudell Farms Inc. 12444 West Stayton Rd SE Aumsville OR 97325	Scott Nienke kfi@wvi.com 503-507-9567	Goods/Services Provided				\$392,543.19
Greg & Stan Herr 9631 Selah Springs Rd NE Silverton 97381	Stan Herr stan9631@aol.com 503-510-7090	Goods/Services Provided				\$381,818.87
Panda Express 1683 Walnut Grove Avenue Rosemead CA 91770	Toby Selogdji Toby-selogdji@pandarg.com 626-372-8433	Trade Liability				\$351,263.56
Expor-San Antonio PMB 550 10800 Alpharetta Hwy Suite 208 Roswell 30076-1474	Rosi Alequin RosiA@rfsltd.com 770-993-0030	Goods/Services Provided				\$330,858.34
Haener Living Trust 11644 Ehlen Rd Aurora OR 97002	Del Haener delhaener@gmail.com 503-559-1451	Goods/Services Provided				\$320,337.48
Obersinner Farms Inc. 7886 North Howell Rd NE Silverton OR 97381	David marge@obersinner nursery.com 503-873-4004	Goods/Services Provided				\$306,881.29
Supervalu Urbana POB 990 Minneapolis MN 55440	Ashley Eland-Smithburg ashley.e.eland-smithburg@supervalu.com 952-932-1987	Trade Liability				\$302,490.12
Winco Foods POB 52 Boise ID 95358	Susan Barry Susan.Barry@wincofoods.com 208-672-2471	Trade Liability				\$301,004.24

Debtor **NORPAC Foods, Inc.**
Name

Case number (*if known*) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Unipro POB 405762 Atlanta GA 30384-5762	Beverly DeShon deshon@unipro.co m 770-799-7408	Trade Liability				\$297,763.65
Teamsters Local 760 1211 W Lincoln Ave Yakima WA 98902	Leonard Crouch leonard@teamsters 760.org 509-452-7194	Union				Unknown but in excess of \$250,000
Cannery Local 670 POB 3048 Salem OR 97302	Michael Beranbaum mberanbaum@tea mster670.org 503-378-1444	Union				Unknown but in excess of \$250,000
Western Conference of Teamsters Pension Trust Fund POB 34080 Seattle WA 98124	206-329-4900	Health/Welfare trust, Pension trust				Unknown but in excess of \$250,000
Oregon Processors Employees Trust Unit 33 c/o US Bank POB 4500 Portland OR 97208	William C Earhart Company, Inc. info@wcearhart.co m 1-800-547-1314	Health/Welfare trust, Pension trust				Unknown but in excess of \$250,000

Fill in this information to identify the case:

Debtor name NORPAC Foods, Inc.

United States Bankruptcy Court for the: DISTRICT OF OREGON

Case number (if known) _____

Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration* _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 22, 2019

X /s/ Shawn Campbell

Signature of individual signing on behalf of debtor

Shawn Campbell

Printed name

President

Position or relationship to debtor

Albert N. Kennedy, OSB No. 821429 (Lead Attorney)
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Facsimile: 503.972.3713
E-Mail: albert.kennedy@tonkon.com

Timothy J. Conway, OSB No. 851752

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Faxsimile: (503) 972-3727
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Michael W. Fletcher, OSB No. 0104418

Michael W. Fletcher, OSB No. 00-0000
Direct Dial: (503) 803-2160

Direct Dial: (503) 802-2169
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E-Mail: michael.flatley@teleos.com

E-Mail: michael.fletcher
Ann Arbor OSB No. 044072

a L. Schoen, OSB No. 04407
Dine at Dick's (503) 893-2143

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TONKON TORP LLP
600 S.W.E. Fifth Avenue, Suite 1500

888 SW Fifth Avenue, Suite 1000
Portland, Oregon 97204-3082

Attorneys for Debtor

UNITED STATES BANKRUPTCY COURT

DISTRICT OF OREGON

In re

Case No.

NORPAC Foods, Inc.

**CERTIFICATE OF SERVICE OF LIST
OF CREDITORS HOLDING 20
LARGEST UNSECURED CLAIMS ON
THE U.S. TRUSTEE**

Debtor.

I hereby certify that I served (1) a copy of the List of Creditors Holding 20 Largest Unsecured Claims; (2) address mailing labels for Debtor, Debtor's attorney, and a contact person for each creditor on the list; and (3) this Certificate of Service, on the U.S. Trustee at 620 SW Main Street, Room 213, Portland, Oregon 97205, by mailing copies

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Page 1 of 2 - CERTIFICATE OF SERVICE OF LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS ON THE U.S. TRUSTEE

Tonkon Torp LLP
888 SW Fifth Ave., Suite 1600
Portland, OR 97204
503.221.1440

1 thereof to the address set forth and depositing in the U.S. mail at Portland, Oregon on August
2 22, 2019.

3 DATED this 22nd day of August, 2019.

4 TONKON TORP LLP

5
6 By /s/ Albert N. Kennedy
7 Albert N. Kennedy, OSB NO. 821429
8 Timothy J. Conway, OSB No. 851752
9 Michael W. Fletcher, OSB No. 010448
Ava L. Schoen, OSB No. 044072
10 Attorneys for Debtor

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**Page 2 of 2 - CERTIFICATE OF SERVICE OF LIST OF CREDITORS HOLDING 20 LARGEST
UNSECURED CLAIMS ON THE U.S. TRUSTEE**

Tonkon Torp LLP
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Portland, OR 97204
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